

Amendment to Agreement

THIS AMENDMENT (hereinafter "Amendment") is made and entered into this _____ day of _____, 2008, by and between Shelby County Government (hereinafter "County") and United Way of the Mid-South (hereinafter "Consultant").

WHEREAS, the parties previously entered into an agreement for the period of April 1, 2007 through February 29, 2008 (hereinafter "Agreement") that was adopted by the Shelby County Board of Commissioners on the August 27, 2007 agenda (item 35C) and signed by the Mayor of Shelby County on August 31, 2007; and

WHEREAS, the Agreement provided for two additional annual renewal periods; and

WHEREAS, a revised Notice of Grant award was issued extending the period through March 31, 2008 (Award Number 4 H89HA07940-01-02 issued December 14, 2007); and

WHEREAS, the parties now desire to enter into this Amendment (for the first of the two additional annual renewal periods) to renew the aforementioned Agreement for the period of April 1, 2008 through March 31, 2009.

NOW, THEREFORE, for and in consideration of the mutual promises of the parties to this agreement and other good and valuable consideration, the receipt of which is hereby acknowledged, the parties hereto do hereby agree as follows:

1. The Agreement between the parties is hereby renewed for the period beginning April 1, 2008, until March 31, 2009, in accordance with the Notice of Grant Award issued by the Department of Health and Human Services, Health Resources and Services Administration.
2. The total cost for this renewal period shall not exceed THREE MILLION NINE HUNDRED SEVENTY-ONE THOUSAND NINE HUNDRED FIFTEEN and 00/100 (\$3,971,915.00) Dollars payable in accordance with the terms of the Agreement.
3. The terms and conditions of the original Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this amendment by signatures of their duly authorized representatives.

SHELBY COUNTY GOVERNMENT

A C Wharton, Jr.
Mayor

Date:_____

**MEMPHIS AND SHELBY COUNTY
HEALTH DEPARTMENT**

Yvonne S. Madlock, Director

Date:_____

**APPROVED AS TO FORM AND
LEGALITY**

Contract Administrator/
Assistant County Attorney

Date:_____

UNITED WAY OF THE MID-SOUTH

By: _____
Harry Shaw, President

CORPORATE ACKNOWLEDGMENT

STATE OF TENNESSEE
COUNTY OF SHELBY

Before me, the undersigned Notary Public, in and for the State and County aforesaid, personally appeared _____, with whom I am personally acquainted or proved to me on the basis of satisfactory evidence, and who, upon oath, acknowledged himself/herself to be president or other officer authorized by appropriate Corporate action and/or Resolution to execute the preceding instrument of the _____ the within named bargainor, a corporation, and that he as such _____, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself/herself as _____.

WITNESS my hand and official seal at office this _____ day of _____, 200__.

Notary Public

My Commission Expires: _____